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RICHELO, MORRISSEY, STORRS & WRIGHT, P.C.

ATTORNEYS AT LAW

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ATLANTA, GA 30303

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ALLISON K. WHITLEY
awhitley@rmswlaw.com

May 10, 2001

Transmission via Federal Express

Registration Section

Division of Corporations

409 E. Gaines Street

Tallahassee, Florida 32399

Re: Formation of Toccoa Properties, L.L.C.

200004212352--9

-05/11/01--01101--007

****100.00 ****100.00

Dear Sir/Madam:

200004212352--9

-05/22/01--01087--023

*****25.00 *****25.00

Enclosed please find the original and one copy of the Articles of Organization of Toccoa Properties, L.L.C. Further please find this firm's check, in the amount of \$100.00, to cover the filing fee.

Please file stamp one copy of the Articles of Organization and return it to this office via the enclosed self addressed, shipping pre-paid Federal Express Envelope.

Thank you for your courtesy and attention to this matter.

Very truly yours,

RICHELO, MORRISSEY, STORRS & WRIGHT, P.C.

Allison K. Whitley

Allison K. Whitley, Esq.

Enclosures
AKW

FILED
MAY 11 PM 3:53
REGISTRY OF CORPORATIONS
TALLAHASSEE, FLORIDA

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5-10-01

RICHELO, MORRISSEY, STORRS & WRIGHT, P.C.

ATTORNEYS AT LAW

MARQUIS ONE TOWER, STE. 505
245 PEACHTREE CENTER AVENUE
ATLANTA, GA 30303
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ALLISON K. WHITLEY
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May 18, 2001

Transmission via Federal Express

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

Re: Formation of Toccoa Properties, L.L.C.

Dear Sir/Madam:

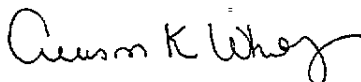
Enclosed please find a copy of a letter from your office and this firm's check, in the amount of \$25.00, to cover the registered agent designation fee.

Please file stamp one copy of the Articles of Organization and return it to this office via the self addressed, shipping pre-paid Federal Express Envelope previously provided.

Should you have any questions or concerns, please do not hesitate to contact me. Thank you for your courtesy and attention to this matter.

Very truly yours,

RICHELO, MORRISSEY, STORRS & WRIGHT, P.C.



Allison K. Whitley, Esq.

Enclosures
AKW

FILED
01 MAY 11 PM 3:53
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 15, 2001

ALLISON WHITLEY
245 PEACHTREE CENTER AVENUE, SUITE 505
ATLANTA, GA 30303

SUBJECT: TOCCOA PROPERTIES, L.L.C.
Ref. Number: W01000010926

We have received your document for TOCCOA PROPERTIES, L.L.C. and check(s) totaling \$100.00. However, the document has not been filed and is being retained in this office for the following reason(s):

There is a balance due of \$25.00. Refer to the attached fee schedule for the breakdown of fees. Please return a copy of this letter to ensure your money is properly credited.

The fees to file a Florida Limited Liability Company or register a Foreign Limited Liability Company are as follows: \$100 filing fee; and \$25 registered agent designation fee. Please include an additional \$30 for each certified copy requested (optional) and \$5.00 for each certificate of status requested (optional).

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6020.

Tammi Cline
Document Specialist

Letter Number: 201A00029370

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TALLAHASSEE, FLORIDA
SECRETARY OF STATE

ARTICLES OF ORGANIZATION OF TOCCOA PROPERTIES, L.L.C.

Pursuant to the provisions of Section 608.407, Chapter 608 of the Florida Statutes, the undersigned Organizer hereby submits and adopts the following Articles of Organization:

I. NAME.

The name of the Limited Liability Company is Toccoa Properties, L.L.C. [hereinafter the "Company"].

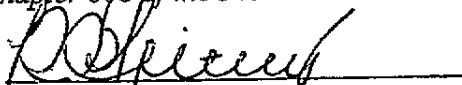
II. PRINCIPAL ADDRESS

The mailing address and street address of the principal office the Company is 2000 PGA Boulevard, Suite 2204, North Palm Beach, Florida 33408.

III. REGISTERED OFFICE AND AGENT

The initial registered office is 2000 PGA Boulevard, Suite 2204, North Palm Beach, Florida 33408, and the registered agent at such address is Robert B. Whitley.

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent as provided for in Chapter 608 of the Florida Statutes.


Robert B. Whitley
Registered Agent

IV. MANAGEMENT.

The Company is to be managed by one or more managers and is, therefore, a manager-managed company.

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FLORIDA

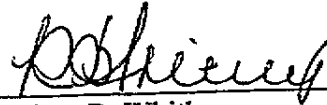
V. ORGANIZER

The name and address of the organizer of the Company is Brian J. Morrissey, Richelo, Morrissey, Storrs & Wright, P.C., 245 Peachtree Center Avenue, Suite 505, Atlanta, GA 30303.

VI. EFFECTIVE DATE

These Articles of Organization are effective May 10, 2001.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Organization, this 10th day of May, 2001.



Robert B. Whitley
Member and Manager

(In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.)

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SECRETARY OF STATE
TAMPA, FLORIDA